

## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>ROSE-MARIE AND JACK R. ANDERSON FOUNDATION</b>		A Employer identification number <b>75-2542403</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>5000 LEGACY DRIVE</b>		B Telephone number <b>(972) 248-7350</b>
City or town, state or province, country, and ZIP or foreign postal code <b>PLANO, TX 75024</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>57,461,796.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		598.	598.		STATEMENT 1
4 Dividends and interest from securities		924,075.	924,075.		STATEMENT 2
5a Gross rents		219.	219.		STATEMENT 3
b Net rental income or (loss) 219.					
6a Net gain or (loss) from sale of assets not on line 10		121,230.			
b Gross sales price for all assets on line 6a 3,194,880.					
7 Capital gain net income (from Part IV, line 2)			121,230.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		26,501.	26,501.		STATEMENT 4
12 Total. Add lines 1 through 11		1,072,623.	1,072,623.		
13 Compensation of officers, directors, trustees, etc		63,000.	15,750.		47,250.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 5		1,643.	0.		1,643.
b Accounting fees STMT 6		8,750.	2,188.		6,562.
c Other professional fees STMT 7		51,081.	21,561.		29,520.
17 Interest		93.	93.		0.
18 Taxes STMT 8		11,727.	1,048.		0.
19 Depreciation and depletion		8.	8.		
20 Occupancy		25,378.	0.		25,378.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		31,273.	29,601.		636.
24 Total operating and administrative expenses. Add lines 13 through 23		192,953.	70,249.		110,989.
25 Contributions, gifts, grants paid		2,128,590.			2,128,590.
26 Total expenses and disbursements. Add lines 24 and 25		2,321,543.	70,249.		2,239,579.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<1,248,920.>			
b Net investment income (if negative, enter -0-)			1,002,374.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,954,817.	3,102,254.	3,103,347.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	2,906,665.	3,569,932.	3,380,222.
	b Investments - corporate stock STMT 11	29,210,618.	29,951,414.	47,168,625.
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		2,391.	2,498.	2,498.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation STMT 13 ▶				
15 Other assets (describe ▶ STATEMENT 14)		3,066,603.	3,266,076.	3,807,104.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		41,141,094.	39,892,174.	57,461,796.
17 Accounts payable and accrued expenses				
18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ )			
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	41,141,094.	39,892,174.	
30 Total net assets or fund balances	41,141,094.	39,892,174.		
31 Total liabilities and net assets/fund balances	41,141,094.	39,892,174.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	41,141,094.
2 Enter amount from Part I, line 27a	2	<1,248,920.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	39,892,174.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,892,174.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,194,880.		3,073,650.	121,230.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			121,230.

2 Capital gain net income or (net capital loss)	<div>                     { If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div>	2	121,230.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<div>                     { If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div>	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	2,025,172.	46,388,575.	.043657
2011	1,940,811.	43,744,842.	.044367
2010	2,091,877.	41,384,056.	.050548
2009	2,321,243.	38,292,413.	.060619
2008	2,468,588.	46,303,783.	.053313

2 Total of line 1, column (d)	2	.252504
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.050501
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	51,792,325.
5 Multiply line 4 by line 3	5	2,615,564.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,024.
7 Add lines 5 and 6	7	2,625,588.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	2,239,579.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	20,047.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	20,047.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	20,047.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	35,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	305.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,648.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 14,648. Refunded <input type="checkbox"/> 0.	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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**Part VII-A** Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► NEIL R. ANDERSON Telephone no. ► 972-248-7350 Located at ► 5000 LEGACY DRIVE, SUITE 140, PLANO, TX ZIP+4 ► 75024			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

N/A  
▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		63,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

▶ 0

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	47,599,047.
b	Average of monthly cash balances	1b	4,979,855.
c	Fair market value of all other assets	1c	2,139.
d	Total (add lines 1a, b, and c)	1d	52,581,041.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	52,581,041.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	788,716.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,792,325.
6	Minimum investment return. Enter 5% of line 5	6	2,589,616.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,589,616.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	20,047.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,047.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,569,569.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,569,569.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,569,569.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,239,579.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,239,579.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,239,579.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,569,569.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,194,521.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 2,239,579.				
a Applied to 2012, but not more than line 2a			2,194,521.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				45,058.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				2,524,511.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

**ROSE-MARIE AND JACK R. ANDERSON**  
**FOUNDATION**

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**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				Prior 3 years	(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010		
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
b 85% of line 2a						
c Qualifying distributions from Part XII, line 4 for each year listed						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon:						
a "Assets" alternative test - enter:						
(1) Value of all assets						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter:						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**SEE STATEMENT 16**

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**NONE**

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
CAMP BOGGY CREEK 30500 BRANTLEY BRANCH ROAD EUSTIS, FL 32736	NONE	PC	EDUCATION	1,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVE., NW WASHINGTON, DC 20001	NONE	PC	EDUCATION	250,000.
COLUMBIA BUSINESS SCHOOL 820 URIS HALL, 3022 BROADWAY NEW YORK, NY 10027	NONE	PC	EDUCATION	30,000.
COMMONWEAL FOUNDATION 10770 COLUMBIA PIKE, STE 150 SILVER SPRING, MD 20901	NONE	PC	EDUCATION	40,000.
EAST MEETS WEST FOUNDATION 1611 TELEGRAPH AVE., SUITE 1420 OAKLAND, CA 94612	NONE	PC	HEALTHCARE & EDUCATION	93,150.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>2,128,590.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED - MERRILL LYNCH #02077	P		
b	SEE ATTACHED - MERRILL LYNCH #02077	P		
c	250 UNITS CEDAR FAIR LP	P	07/27/12	02/13/13
d	200 SH SPDR GOLD TRUST	P		
e	ROP - GNMA 4% 9/20/39 129JA	P		
f	ROP - GNMA 5.5% 2/20/36 49QA	P		
g	ROP - GNMA 3% 8/20/41 26MH	P		
h	ROP - GNMA 4.5% 4/16/39 44AD	P		
i	ROP - GNMA 2.5% 1/20/43 39CB	P		
j	ROP - GNR 2.5% 7/20/41 71GA	P		
k	ROP - GNMA 3.5% 7/16/43 110CD	P		
l	GNMA 4% 9/20/39 129JA	P		
m	GNMA 4.5% 4/16/39 44AD	P		
n	FROM K-1 NGN BIOMED PARTNERSHIP - LONG TERM CAP G	P		
o	FROM K-1 BURTON PARTNERSHIP - SHORT TERM CAP LOSS	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 167,076.		147,924.	19,152.
b 256,088.		167,618.	88,470.
c 9,390.		7,362.	2,028.
d 26,548.		15,586.	10,962.
e 270,758.		270,758.	0.
f 134,256.		134,256.	0.
g 346,901.		346,901.	0.
h 309,114.		309,114.	0.
i 149,146.		149,146.	0.
j 17,194.		17,194.	0.
k 130,508.		130,508.	0.
l 54,335.		55,015.	<680.>
m 309,114.		310,273.	<1,159.>
n 1,804.			1,804.
o		7,124.	<7,124.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			19,152.
b			88,470.
c			2,028.
d			10,962.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			<680.>
m			<1,159.>
n			1,804.
o			<7,124.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

**Part IV** Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	FROM K-1 BURTON PARTNERSHIP - LONG TERM CAP LOSS	P		
b	FROM K-1 CAPITAL PARTNERS - LONG TERM CAP LOSS	P		
c	FROM K-1 CAPITAL PARTNERS - SEC 1231 GAIN	P		
d	FROM K-1 CEDAR FAIR LP - SEC 1231 LOSS	P		
e	FROM K-1 KKR & CO LP - SHORT TERM CAPITAL GAIN	P		
f	FROM K-1 KKR & CO LP - LONG TERM CAPITAL GAIN	P		
g	FROM K-1 KKR & CO LP - SEC. 1256 LOSS - LONG TERM	P		
h	FROM K-1 KKR & CO LP - SEC. 1256 LOSS - SHORT TER	P		
i	U.S. TREASURY STRIPS O% 5/15/13	P		
j	PHS UNHY LITIGATION PROCEEDS	P		
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,008.			7,008.
b		4,856.	<4,856.>
c 69.			69.
d 105.			105.
e 54.			54.
f 1,833.			1,833.
g		9.	<9.>
h		6.	<6.>
i 1,000,000.		1,000,000.	0.
j 3,579.			3,579.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,008.
b			<4,856.>
c			69.
d			105.
e			54.
f			1,833.
g			<9.>
h			<6.>
i			0.
j			3,579.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	121,230.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

ROSE-MARIE AND JACK R. ANDERSON  
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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FLORIDIANS FOR SCHOOL CHOICE 8500 NW 25TH AVENUE MIAMI, FL 33147	NONE	PC	EDUCATION	25,000.
FROM K-1 CAPITAL PARTNERS EIGHT GREENWICH OFFICE PARK GREENWICH, CT 06831-5149	NONE	PP	EDUCATION AND HEALTH	59.
GREENWICH HOSPITAL 5 PERRYRIDGE ROAD GREENWICH, CT 06830	NONE	PC	HEALTH	15,000.
HEARD MUSEUM 2301 N. CENTRAL AVE PHOENIX, AZ 85004	NONE	PC	EDUCATION	15,000.
HILLSDALE COLLEGE 33 E. COLLEGE STREET HILLSDALE, MI 49242	NONE	PC	EDUCATION	10,000.
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD, CA 94305	NONE	PC	EDUCATION	150,000.
INDIAN RIVER HOSPITAL FDN 1000 36TH STREET VERO BEACH, FL 32960	NONE	PC	HEALTH & EDUCATION	10,000.
KAPPA DELTA FOUNDATION, INC 3205 PLAYERS LANE MEMPHIS, TN 38125	NONE	PC	EDUCATION	40,000.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	PC	EDUCATION	9,000.
MIAMI UNIVERSITY SCHOOL OF BUSINESS 725 E. CHESTNUT ST OXFORD, OH 45056	NONE	PC	EDUCATION	75,000.
Total from continuation sheets				1,714,440.



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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL ACADEMIES OF SCIENCES 500 FIFTH ST. NW, KECK 1057 WASHINGTON, DC 20001-2736	NONE	PC	EDUCATION	25,000.
NATIONAL CENTER FOR POLICY ANALYSIS P.O. BOX 741175 DALLAS, TX 75374-1175	NONE	PC	COMMUNITY SERVICE	50,000.
O'CONNOR HOUSE 4455 EAST CAMELBACK ROAD, SUITE A215 PHOENIX, AZ 85018	NONE	PC	COMMUNITY SERVICE	10,000.
UNITED METHODIST CHILDREN'S HOME 500 S. COLUMBIA DRIVE DECATUR, GA 30030	NONE	PC	COMMUNITY SERVICE	10,000.
VANGUARD CHARITABLE ENDOWMT PROGRAM P.O. BOX 3075 SOUTHEASTERN, PA 19398-9917	NONE	PC	PROMOTE PHILANTHROPY	464,471.
STUDENT SPONSOR PARTNERSHIP, INC. 424 MADISON AVENUE, SUITE 1601 NEW YORK, NY 10017	NONE	PC	EDUCATION	35,000.
THE CHILDRENS SCHOLARSHIP FUND 8 W. 38TH ST., 9TH FL NEW YORK, NY 10018	NONE	PC	EDUCATION	300,000.
THE ENDOWMENT FOR INNER-CITY EDUCATION 1011 FIRST AVENUE, STE-1856 NEW YORK, NY 10022	NONE	PC	EDUCATION	25,000.
THE FRIEDMAN FOUNDATION FOR EDUCATIONAL CHOICE INC ONE AMERICAN SQUARE INDIANAPOLIS, IN 46282	NONE	PC	EDUCATION	350,000.
KIPP NASHVILLE 123 DOUGLAS AVE. NASHVILLE, TN 37207	NONE	PC	EDUCATION	55,910.
Total from continuation sheets ..				

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**3 Grants and Contributions Paid During the Year (Continuation)**

323631  
05-01-13

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH - 04F14	581.	581.	
MERRILL LYNCH - 2077	17.	17.	
TOTAL TO PART I, LINE 3	598.	598.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMORTIZATION OF INTEREST	<15,103.>	0.	<15,103.>	<15,103.>	
BROWN ADVISORY - DIVIDENDS	42,556.	0.	42,556.	42,556.	
BROWN ADVISORY - INTEREST	5,000.	0.	5,000.	5,000.	
FROM K-1 BURTON PARTNERSHIP - DIVIDENDS	26,761.	0.	26,761.	26,761.	
FROM K-1 BURTON PARTNERSHIP - INTEREST	305.	0.	305.	305.	
FROM K-1 CAI PARTNERS & CO IV, LP - INTEREST	8,176.	0.	8,176.	8,176.	
FROM K-1 CAPITAL PARTNERS - INTEREST	3,956.	0.	3,956.	3,956.	
FROM K-1 KKR & CO LP - DIVIDENDS	912.	0.	912.	912.	
FROM K-1 KKR & CO LP - INTEREST	463.	0.	463.	463.	
FROM K-1 NGN BIOMED OPP I - INTEREST	162.	0.	162.	162.	
MERRILL LYNCH 04F14 - ACCRUED INTEREST PAID	<6,415.>	0.	<6,415.>	<6,415.>	
MERRILL LYNCH 04F14 - ADDL OID INTEREST	45.	0.	45.	45.	
MERRILL LYNCH 04F14 - DIVIDENDS	598,299.	0.	598,299.	598,299.	

MERRILL LYNCH 04F14 - GNMA INTEREST	80,426.	0.	80,426.	80,426.
MERRILL LYNCH 04F14 - INTEREST	768.	0.	768.	768.
MERRILL LYNCH 04F14 - OID INTEREST	6,216.	0.	6,216.	6,216.
MERRILL LYNCH 2077 - DIVIDENDS	16,338.	0.	16,338.	16,338.
VANGUARD S&P 500 INDEX - DIVIDENDS	155,210.	0.	155,210.	155,210.
TO PART I, LINE 4	924,075.	0.	924,075.	924,075.

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 CAPITAL PARTNERS	1	218.
FROM K-1 KKR & CO LP	2	1.
TOTAL TO FORM 990-PF, PART I, LINE 5A		219.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 CAPITAL PARTNERS	24,564.	24,564.	
FROM K-1 CEDAR FAIR LP	<2,013.>	<2,013.>	
OTHER INCOME	2,594.	2,594.	
FROM K-1 KKR & CO LP - SEC 988	<91.>	<91.>	
FROM K-1 KKR & CO LP	214.	214.	
FROM K-1 KKR & CO LP	4.	4.	
MISC. INCOME	1,229.	1,229.	
TOTAL TO FORM 990-PF, PART I, LINE 11	26,501.	26,501.	

FORM 990-PF	LEGAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,643.	0.		1,643.
TO FM 990-PF, PG 1, LN 16A	1,643.	0.		1,643.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	8,750.	2,188.		6,562.
TO FORM 990-PF, PG 1, LN 16B	8,750.	2,188.		6,562.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	39,360.	9,840.		29,520.
INVESTMENT FEES	11,607.	11,607.		0.
INVESTMENT FEES - ML 02077	64.	64.		0.
INVESTMENT FEES - ML 02077				
ANNUAL FEE	50.	50.		0.
TO FORM 990-PF, PG 1, LN 16C	51,081.	21,561.		29,520.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM K-1 BURTON PARTNERSHIP - FOREIGN TAXES	26.	26.		0.	
MERRILL LYNCH - FOREIGN TAXES	11.	11.		0.	
FROM K-1 CAPITAL PARTNERS - STATE INCOME TAXES	1,011.	1,011.		0.	
EXCISE TAXES ON INVESTMENT INCOME	10,679.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	11,727.	1,048.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM K-1 BURTON PARTNERSHIP - PORTFOLIO DEDUCTIONS	3,243.	3,243.		0.	
FROM K-1 CAPITAL PARTNERS - PORTFOLIO DEDUCTIONS	1,090.	1,090.		0.	
FROM K-1 CAPITAL PARTNERS - OTHER DEDUCTIONS	31.	31.		0.	
FROM K-1 NGN BIOMED - PORTFOLIO DEDUCTIONS	6,266.	6,266.		0.	
MISCELLANEOUS FEES	281.	70.		211.	
FROM K-1 CAI PTRS & CO IV - OTHER PORTFOLIO DEDUCTIONS	18,476.	18,476.		0.	
FROM K-1 CEDAR FAIR - NON-DEDUCTIBLE EXPENSES	116.	0.		0.	
INSURANCE	425.	0.		425.	
FROM K-1 CAPITAL PTRS - NON-DEDUCTIBLE EXPENSES	920.	0.		0.	
FROM K-1 BURTON PARTNERSHIP - ROYALTY EXPENSE	4.	4.		0.	
FROM K-1 KKR & CO LP - ROYALTY EXPENSE	8.	8.		0.	
FROM K-1 KKR & CO LP - IDC	392.	392.		0.	
FROM K-1 KKR & CO LP - PORTFOLIO DEDUCTIONS	21.	21.		0.	
TO FORM 990-PF, PG 1, LN 23	31,273.	29,601.		636.	

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FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT-US GOVERNMENT OBLIGATIONS	X		3,569,932.	3,380,222.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,569,932.	3,380,222.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,569,932.	3,380,222.

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FORM 990-PF CORPORATE STOCK STATEMENT 11

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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT-CORPORATE STOCKS	29,951,414.	47,168,625.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,951,414.	47,168,625.

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FORM 990-PF OTHER INVESTMENTS STATEMENT 12

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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	COST	2,498.	2,498.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,498.	2,498.

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FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	22,864.	22,864.	0.
TOTAL TO FM 990-PF, PART II, LN 14	22,864.	22,864.	0.

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FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN NGN BIOMED OPPORTUNITY I, L.P.	205,138.	160,837.	74,023.
INVESTMENT IN CAPITAL PARTNERS PRIVATE EQUITY INCOME FUND, L.P.	240,389.	213,884.	362,158.
INVESTMENT IN BURTON PARTNERSHIP, L.P.	2,358,870.	2,382,504.	2,818,378.
INVESTMENT IN CAI PARTNERS AND COMPANY IV, LP	236,155.	433,003.	447,674.
SECURITY DEPOSIT	3,722.	1,743.	1,743.
INVESTMENT IN CEDAR FAIR DEP UNT LP	22,329.	32,563.	49,580.
INVESTMENT IN KKR & CO LP	0.	41,542.	53,548.
TO FORM 990-PF, PART II, LINE 15	3,066,603.	3,266,076.	3,807,104.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 15
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACK R. ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, PRES. 3.00	0.	0.	0.
ROSE-MARIE ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR 1.00	0.	0.	0.
NEIL R. ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, TR. ASST SECR 35.00	63,000.	0.	0.
BARBARA ANDERSON MCDONALD 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST SECR. ASST TR 1.00	0.	0.	0.
GAIL ANDERSON CANIZARES 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST TR. SECR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		63,000.	0.	0.



FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 16

## NAME OF MANAGER

JACK R. ANDERSON  
ROSE-MARIE ANDERSON

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	ORGANIZATIONAL COSTS	06/13/94	248	60M	HY	43	22,864.				22,864.	22,864.		0.	22,864.
	* TOTAL 990-PF PG 1 DEPR & AMORT						22,864.				22,864.	22,864.		0.	22,864.

ROSE-MARIE AND JACK R ANDERSON

## 2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types: Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

### 1099-B

### 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.</b>								
<b>COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)</b>								
	MARKET VECTORS AGRBUSNSS	CUSIP Number	57060U605					
100.0000	Sale	01/04/13	07/31/13	4,931.25	5,512.33	0.00	(581.08)	
	MAKO SURGICAL CORP	CUSIP Number	560879108					
500.0000	Sale	05/28/13	09/25/13	14,619.47	6,342.27	0.00	8,277.20	
	QUALCOMM INC	CUSIP Number	747525103					
225.0000	Sale	01/31/13	07/09/13	13,329.68	15,139.90	0.00	(1,810.22)	
125.0000	Sale	02/22/13	07/09/13	7,405.39	8,209.22	0.00	(803.83)	
150.0000	Sale	02/22/13	07/15/13	9,049.59	9,851.07	0.00	(801.48)	
200.0000	Sale	02/28/13	08/12/13	13,096.16	13,384.69	0.00	(288.53)	
	<b>Security Subtotal</b>			<b>42,880.82</b>	<b>46,584.88</b>	<b>0.00</b>	<b>(3,704.06)</b>	
	SOCIEDAD Q&M CHLE SPDADR	CUSIP Number	833635105					
50.0000	Sale	09/06/12	02/26/13	2,695.14	3,177.35	0.00	(482.21)	
	SEADRILL LTD	CUSIP Number	G7945E105					
250.0000	Sale	02/22/13	12/06/13	10,347.55	9,281.18	0.00	1,066.37	

ROSE-MARIE AND JACK R ANDERSON

**2013 ANNUAL STATEMENT SUMMARY**
**1099-B**
**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>TELULAR CORP NEW</b>								
	CUSIP Number	87970T208						
2000.0000	Sale	11/19/12	04/29/13	24,902.13	20,297.93	0.00	4,604.20	
500.0000	Sale	02/28/13	04/29/13	6,225.54	5,112.65	0.00	1,112.89	
	<b>Security Subtotal</b>			<b>31,127.67</b>	<b>25,410.58</b>	<b>0.00</b>	<b>5,717.09</b>	
<b>TRONOX LTD SHS CL A</b>								
	CUSIP Number	Q9235V101						
500.0000	Sale	12/17/12	04/04/13	9,659.60	8,530.40	0.00	1,129.20	
<b>WALTER ENERGY INC</b>								
	CUSIP Number	93317Q105						
1000.0000	Sale	09/05/13	12/06/13	15,363.06	14,551.35	0.00	811.71	
1000.0000	Sale	09/26/13	12/06/13	15,363.07	15,185.76	0.00	177.31	
	<b>Security Subtotal</b>			<b>30,726.13</b>	<b>29,737.11</b>	<b>0.00</b>	<b>989.02</b>	
<b>ZILLOW INC SHS CL A</b>								
	CUSIP Number	98954A107						
225.0000	Sale	07/05/12	04/29/13	12,117.13	9,119.08	0.00	2,998.05	
100.0000	Sale	09/06/12	08/01/13	7,971.86	4,229.14	0.00	3,742.72	
	<b>Security Subtotal</b>			<b>20,088.99</b>	<b>13,348.22</b>	<b>0.00</b>	<b>6,740.77</b>	
<b>Covered Short Term Capital Gains and Losses Subtotal</b>				<b>167,076.62</b>	<b>147,924.32</b>	<b>0.00</b>	<b>19,152.30</b>	
<b>NET SHORT TERM CAPITAL GAINS AND LOSSES</b>				<b>167,076.62</b>	<b>147,924.32</b>	<b>0.00</b>	<b>19,152.30</b>	

**LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.**
**COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)**

<b>AMERICAN TOWER REIT INC (HLDG CO) SHS</b>								
	CUSIP Number	03027X100						
350.0000	Sale	12/22/11	02/13/13	25,727.43	21,150.59	0.00	4,576.84	
<b>CARTER HOLDINGS INC</b>								
	CUSIP Number	146229109						
500.0000	Sale	08/05/11	11/13/13	34,697.80	15,134.00	0.00	19,563.80	
<b>MAKO SURGICAL CORP</b>								
	CUSIP Number	560879108						
650.0000	Sale	05/25/12	09/25/13	19,005.29	15,917.53	0.00	3,087.76	
350.0000	Sale	08/02/12	09/25/13	10,233.62	4,547.08	0.00	5,686.54	
	<b>Security Subtotal</b>			<b>29,238.91</b>	<b>20,464.61</b>	<b>0.00</b>	<b>8,774.30</b>	

ROSE-MARIE AND JACK R ANDERSON

**2013 ANNUAL STATEMENT SUMMARY**
**1099-B**
**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash. Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>MALLINCKRODT PLC SHS</b>								
	CUSIP Number	G5785G107						
62.0000	Cash/Lieu	05/20/11	07/15/13	2,505.25	2,491.70	0.00	13.55	
19.0000	Cash/Lieu	11/02/11	07/15/13	767.74	616.17	0.00	151.57	
	Cash/Lieu	11/02/11	07/15/13	10.35	8.06	0.00	2.29	
	<b>Security Subtotal</b>			<b>3,283.34</b>	<b>3,115.93</b>	<b>0.00</b>	<b>167.41</b>	
<b>SEAGATE TECH PLC SHS</b>								
	CUSIP Number	G7945M107						
475.0000	Sale	04/17/12	07/09/13	21,502.47	13,821.91	0.00	7,680.56	
25.0000	Sale	04/25/12	07/09/13	1,131.71	777.51	0.00	354.20	
	<b>Security Subtotal</b>			<b>22,634.18</b>	<b>14,599.42</b>	<b>0.00</b>	<b>8,034.76</b>	
<b>ZILLOW INC SHS CL A</b>								
	CUSIP Number	98954A107						
150.0000	Sale	07/05/12	08/01/13	11,957.78	6,079.39	0.00	5,878.39	
	<b>Covered Long Term Capital Gains and Losses Subtotal</b>			<b>127,539.44</b>	<b>80,543.94</b>	<b>0.00</b>	<b>46,995.50</b>	
<b>NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</b>								
<b>CHEVRON CORP</b>								
	CUSIP Number	166764100						
80.0000	Sale	11/04/08	10/10/13	9,042.94	6,250.08	0.00	2,792.86	
<b>MARKET VECTORS AGRBUSNSS</b>								
	CUSIP Number	57060U605						
395.0000	Sale	10/13/10	07/31/13	19,478.41	19,865.37	0.00	(386.96)	
105.0000	Sale	10/11/11	07/31/13	5,177.81	4,980.63	0.00	197.18	
	<b>Security Subtotal</b>			<b>24,656.22</b>	<b>24,846.00</b>	<b>0.00</b>	<b>(189.78)</b>	
<b>HEINZ H J CO PV 25CT</b>								
	CUSIP Number	423074103						
180.0000	Sale	12/22/09	02/13/13	10,747.57	7,731.47	0.00	3,016.10	
390.0000	Sale	12/22/09	02/14/13	27,999.35	16,751.53	0.00	11,247.82	
	<b>Security Subtotal</b>			<b>38,746.92</b>	<b>24,483.00</b>	<b>0.00</b>	<b>14,263.92</b>	
<b>HOME DEPOT INC</b>								
	CUSIP Number	437076102						
100.0000	Sale	04/09/09	08/20/13	7,476.15	2,626.77	0.00	4,849.38	
50.0000	Sale	04/09/09	08/20/13	3,738.08	1,310.59	0.00	2,427.49	
	<b>Security Subtotal</b>			<b>11,214.23</b>	<b>3,937.36</b>	<b>0.00</b>	<b>7,276.87</b>	

ROSE-MARIE AND JACK R ANDERSON

**2013 ANNUAL STATEMENT SUMMARY**
**1099-B**
**2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS**

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<b>SOCIEDAD Q&amp;M CHLE SPDADR</b>								
	CUSIP Number	833635105						
50.0000	Sale	04/30/09	02/26/13	2,695.13	1,615.64	0.00	1,079.49	
200.0000	Sale	04/30/09	02/26/13	10,780.52	6,469.89	0.00	4,310.63	
	<b>Security Subtotal</b>			<b>13,475.65</b>	<b>8,085.53</b>	<b>0.00</b>	<b>5,390.12</b>	
<b>SEADRILL LTD</b>								
	CUSIP Number	G7945E105						
500.0000	Sale	09/02/10	11/27/13	21,065.22	12,981.95	0.00	8,083.27	
150.0000	Sale	09/02/10	12/06/13	6,208.52	3,894.58	0.00	2,313.94	
100.0000	Sale	09/02/10	12/06/13	4,139.02	2,595.76	0.00	1,543.26	
	<b>Security Subtotal</b>			<b>31,412.76</b>	<b>19,472.29</b>	<b>0.00</b>	<b>11,940.47</b>	
<b>Noncovered Long Term Capital Gains and Losses Subtotal</b>				<b>128,548.72</b>	<b>87,074.26</b>	<b>0.00</b>	<b>41,474.46</b>	
<b>NET LONG TERM CAPITAL GAINS AND LOSSES</b>				<b>256,088.16</b>	<b>167,618.20</b>	<b>0.00</b>	<b>88,469.96</b>	
<b>OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)</b>								
<b>CEDAR FAIR DEP UNT LP</b>								
	CUSIP Number	150185106						
250.0000	Sale	07/27/12	02/13/13	9,389.54	7,362.00	0.00	2,027.54	
	<b>Other Transactions Subtotal</b>			<b>9,389.54</b>	<b>7,362.00</b>	<b>0.00</b>	<b>2,027.54</b>	
<b>TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES</b>				<b>432,554.32</b>				
<b>TOTAL REPORTED SALES PROCEEDS</b>				<b>432,554.32</b>				

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues.

**2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY**

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
19,152.30	0.00	46,995.50	41,474.46

**ROSE-MARIE AND JACK R. ANDERSON FOUNDATION**  
**FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT**  
**12/31/13**

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
<b><u>U.S. GOVERNMENT OBLIGATIONS</u></b>				
2013-05-15 TSY STRIP -0%-	1,000	993,739	-	-
2039-04 GNMA 44AD 4.5%	3,091	310,273	-	-
2036-02 GNMA 49QA 5.5%	2,370	394,016	251,537	261,264
2039-09 GNMA 129JA 4%	2,708	274,142	-	-
2041-08 GNMA 26MH 3%	5,876	934,495	587,593	559,989
2041-07 GNR 71GA 2.5%	9,712	-	965,692	956,468
2043-01 GNMA 39CB 2.5%	8,304	-	841,855	708,083
2043-07 GNMA 110CD 3.5%	9,085	-	923,255	894,418
<b>TOTAL U.S. GOVERNMENT OBLIGATIONS</b>		<b>2,906,665</b>	<b>3,569,932</b>	<b>3,380,222</b>

**CORPORATE STOCK**

PL(PROTECTIVE LIFE)	43,395	1,495,500	1,495,500	2,198,391
SPY (SPDRS) 5/04	9,100	1,002,552	1,140,593	1,680,681
SPY (SPDRS) 8/04	18,650	2,000,406	2,337,589	3,444,473
SPY (SPDRS) 2005	36,850	4,442,064	4,618,776	6,805,836
SPY (SPDRS) 2006	15,500	2,004,486	1,942,769	2,862,699
SPY (SPDRS) 2007	27,100	3,999,939	3,396,711	5,005,106
SPY (SPDRS) 2008	8,200	997,129	1,027,787	1,514,460
SPY (SPDRS) 2009	1,317	142,375	165,073	243,237
SPY (SPDRS) 2010	1,621	189,224	203,176	299,383
SPY (SPDRS) 2011	11,308	1,332,849	1,417,344	2,088,477
SPY (SPDRS) 2012	2,699	372,630	338,292	498,479
SPY (SPDRS) 2013	2,778	-	348,194	513,070
SPY	4,350	500,100	500,100	803,402
UNH (UNITED HEALTH)	31,279	1,256,232	1,256,232	2,355,309
UNH JRA 2006	4,990	244,111	244,111	375,747
UNH 11/2000	1,430	7,289	7,289	107,679
UNH JRA	10,091	497,624	497,624	759,852
UNH RMA 1998	12,210	998,390	998,390	919,413
UNH 9/28/07	16,000	776,160	776,160	1,204,800
VANGUARD S&P 500 INDEX	50,169	3,460,874	3,616,083	8,546,769
AMERICAN TOWER CORP	350	21,151	-	-
APPLE, INC	60	24,781	24,781	33,661
BERKSHIRE HATHAWAY CLB	200	13,607	13,607	23,712
BRISTOL-MYERS SQUIBB CO	1,100	37,400	37,400	58,465
CARTER HOLDINGS INC	500	15,134	-	-
CHICAGO BRDG & IRON CO NV	750	-	46,014	62,355
CHEVRON CORP 144X5	270	27,344	21,094	33,726
CONVIDIEN HOLDINGS INC	650	35,641	35,641	44,265
DIRECT TV SHS	620	-	40,007	42,817
DU PONT E I DE NEMOURS	700	25,264	36,319	45,479
EBAY INC	500	-	25,056	27,433
GENERAL ELECTRIC	1,400	-	37,326	39,242

**ROSE-MARIE AND JACK R. ANDERSON FOUNDATION**  
**FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT**  
**12/31/13**

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GULF KEYSTONE PETROLEUM	4,500	20,174	20,174	12,950
HEINZ H J CO PV	1,250	24,483	31,533	35,775
HOME DEPO	350	13,111	9,174	28,819
JPMORGAN CHASE & CO	800	27,437	32,619	46,784
KVH INDUSTRIES INC DEL	4,500	57,436	57,436	58,635
MACQUARIE INFRASTRUCTURE (	1,500	42,093	39,570	81,645
MAKEMYTRIP LIMITED MAURITI	1,000	-	19,394	19,260
MAKO SURGICAL CORP	1,000	20,465	-	-
MICROSOFT	1,250	37,253	37,253	46,763
OWENS ILL INC	600	-	18,318	21,468
ROYAL CARIBBEAN CRUISES	1,000	-	43,053	47,420
SEADRILL LTD	750	19,472	-	-
SEAGATE TECH PLC SHS	625	34,037	19,438	35,100
SEALED AIR CORP	1,200	-	38,845	40,860
SOCIEDAD Q&M CHLE S	300	11,256	-	-
TELULAR CORP NEW	2,000	20,298	-	-
TRONOX LTD SHS CL A	1,000	26,710	18,179	23,070
WAL-MART STORES	600	33,867	33,867	47,214
WELLS FARGO	1,100	31,546	36,126	49,940
MARKET VECTORS RUSSIA	500	24,841	-	-
MIDCAP SPDR TR SER 1	7,300	995,283	995,283	1,782,660
SPDR GOLD TRUST	200	15,562	-	-
ZILLOW INC SHS CL A	475	19,428	-	-
GOLDMAN SACHS STRA INC FUN	109,723	1,057,810	1,098,314	1,169,643
CHOICE HOTELS	20,000	757,800	757,800	982,200
TOTAL CORPORATE STOCK		<u>29,210,618</u>	<u>29,951,414</u>	<u>47,168,625</u>